

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

UNITED STATES OF AMERICA, ET AL.,

Plaintiffs,

v.

AMERICAN AIRLINES GROUP INC. and
JETBLUE AIRWAYS CORPORATION,

Defendants.

Civil Action No. 1:21-cv-11558-LTS

**DECLARATION OF ELIZABETH C. GETTINGER IN SUPPORT OF
AMERICAN AIRLINES GROUP INC. AND JETBLUE AIRWAYS CORPORATION'S
MOTION TO DISMISS**

I, Elizabeth C. Gettinger, an attorney admitted to practice *pro hac vice* before the United States District Court for the District of Massachusetts, declare under penalty of perjury, pursuant to 28 U.S.C. § 1746, as follows:

1. I am associated with the law firm of Latham and Watkins LLP, 505 Montgomery Street, Suite 2000, San Francisco, California 94111, attorneys for Defendant American Airlines Group Inc. (“American”), and a member in good standing of the bar of the State of California and the District of Columbia.

2. I was admitted to appear *pro hac vice* before this Court on September 23, 2021.

3. I submit this declaration in further support of Defendants American and JetBlue Airways Corporation’s (“JetBlue”) Motion to Dismiss.

4. Attached hereto as **Exhibit A** is a true and correct copy of the Northeast Alliance Agreement between American and JetBlue and its accompanying three amendments.

5. Attached hereto as **Exhibit B** is a true and correct copy of the Mutual Growth Incentive Agreement between American and JetBlue and its accompanying amendment.

6. Attached hereto as **Exhibit C** is a true and correct copy of the Agreement with U.S. Department of Transportation regarding Northeast Alliance Between American and JetBlue.

7. Attached hereto as **Exhibit D** is a true and correct copy of the Final Order issued by the Department of Transportation on July 20, 2010 regarding the Joint Application of American, British Airways PLC, Finnair OYJ, Iberia Líneas Aéreas de España, S.A., and Royal Jordanian Airlines under 49 U.S.C. §§ 41308-41309 for approval of and antitrust immunity for alliance agreements. (“American et al., Order 2010-7-8 (DOT-OST-2008-0252)”).

8. Attached hereto as **Exhibit E** is a true and correct copy of the Order to Show Cause issued by the Department of Transportation on August 2, 2019 regarding the Joint Application of Virgin Atlantic Airways, Ltd., Delta Air Lines, Inc., Société Air France, Koninklijke Luchtvaart Maatschappij N.V., Alitalia Compagnia Aerea Italiana S.P.A. for Approval of and Antitrust Immunity for Alliance Agreements under 49 U.S.C. §§ 41308 and 41309. (“Delta et al., Order 2019-8-2 (DOT-OST-2013-0068)”).

9. Attached hereto as **Exhibit F** is a true and correct copy of the Final Order issued by the Department of Transportation on December 21, 2020 regarding the Joint Application of American, British Airways PLC, OpenSkies SAS, Iberia Líneas Aéreas de España, S.A., Finnair OYJ, Aer Lingus Group DAC, and Royal Jordanian Airlines Under 49 U.S.C. §§ 41308 and 41309 for Approval of and Antitrust Immunity for Alliance Agreements. (“American et al., Order 2020-12-20 (DOT-OST-2008-0252)”).

10. Attached hereto as **Exhibit G** is a true and correct copy of the Final Order issued by the Department of Transportation on November 21, 2019 regarding the Joint Application of

Virgin Atlantic Airways, Ltd., Delta Air Lines, Inc., Société Air France, Koninklijke Luchtvaart Maatschappij N.V., Alitalia Compagnia Aerea Italiana S.P.A. for Approval of and Antitrust Immunity for Alliance Agreements under 49 U.S.C. §§ 41308 and 41309. (“Delta et al., Order 2019-11-14 (DOT-OST-2013-0068)”).

11. Attached hereto as **Exhibit H** is a true and correct copy of the Order issued by the Department of Transportation on November 14, 2011 regarding the Joint Application of Air Canada, The Austrian Group, British Midland Airways Limited, Continental Airlines, Inc., Deutsche Lufthansa AG, Polskie Linie Lotnicze Lot S.A., Scandinavian Airlines System, Swiss International Airlines Ltd., Tap Air Portugal, and United Air Lines, Inc. to amend Order 2007-2-16 under 49 U.S.C. §§ 41308 and 41309 so as to approve and confer antitrust immunity. (“United et al., Order 2011-11-16 (DOT-OST-2008-0234)”).

12. Attached hereto as **Exhibit I** is a true and correct copy of the Order to Show Cause issued by the Department of Transportation on November 16, 2020 regarding the Joint Application of American, British Airways PLC, OpenSkies SAS, Iberia Líneas Aéreas de España, S.A., Finnair OYJ, Aer Lingus Group DAC, and Royal Jordanian Airlines under 49 U.S.C. §§ 41308 and 41309 for Approval of and Antitrust Immunity for Alliance Agreements. (“American et al., Order 2020-11-9 (DOT-OST-2008-0252)”).

13. Attached hereto as **Exhibit J** is a true and correct copy of the Show Cause Order issued by the Department of Transportation on October 6, 2010 regarding the U.S.-Japan Alliance Case. (“U.S.-Japan Alliance Case, Order 2010-10-4 (DOT-OST-2010-0059)”).

14. Attached hereto as **Exhibit K** is a true and correct copy of the Final Order issued by the Department of Transportation on August 30, 2013 regarding the Joint Application of Virgin Atlantic Airways, Ltd., Delta Air Lines, Inc., Société Air France, Koninklijke Luchtvaart

Maatschappij N.V., and Alitalia Compagnia Aerea Italiana S.P.A. under 49 U.S.C. §§ 41308 and 41309 for approval of and antitrust immunity for alliance agreements. (“Delta et al., Order 2013-8-21 (DOT-OST-2013-0068)”).

I declare under penalty of perjury that the foregoing is true and correct.

Executed on November 22, 2021 in Oakland, California.

/s/ Elizabeth C. Gettinger
Elizabeth C. Gettinger

CERTIFICATE OF SERVICE

I hereby certify that the foregoing document, which was filed with the Court through the CM/ECF system, will be sent electronically to all registered participants as identified on the Notice of Electronic Filing. I further certify that true, unredacted versions of all exhibits referenced herein were served by electronic mail on all counsel of record on November 22, 2021.

/s/ Daniel M. Wall
Daniel M. Wall